FILED
FEB 9 1952
CHARLES ELMORE CROPLEY
CLERK

IN THE

Supreme Court of the United States

OCTOBER TERM, 1951.

No. 526.

MISSOURI PACIFIC RAILROAD COMPANY 5¼% SECURED SERIAL BONDHOLDERS COMMITTEE,
Petitioner,

v.

GROUP OF INSTITUTIONAL INVESTORS,
BONDHOLDERS PROTECTIVE COMMITTEE, NEW ORLEANS, TEXAS & MEXICO RAILWAY COMPANY FIRST MORTGAGE,
EDMUND WRIGHT, *et al.*,
PROTECTIVE COMMITTEE FOR HOLDERS OF GENERAL MORTGAGE BONDS,
MANUFACTURERS TRUST COMPANY, as Trustee,
BANKERS TRUST COMPANY, as Trustee,
Respondents.

BRIEF FOR RESPONDENT MANUFACTURERS TRUST COMPANY, AS CORPORATE TRUSTEE UNDER THE FIRST AND REFUNDING MORTGAGE OF MISSOURI PACIFIC RAILROAD COMPANY, IN OPPOSITION.

LEONARD P. MOORE,
CLAIR B. HUGHES,
ALAN S. KULLER,
Attorneys for Manufacturers Trust Company, as Corporate Trustee under the First and Refunding Mortgage of Missouri Pacific Railroad Company.

CHADBOURNE, PARKE, WHITESIDE,
WOLFF & BROPHY,
25 Broadway,
New York 4, N. Y.,
Of Counsel.

Dated: New York, N. Y., February 7, 1952.

Pandick Press, Inc., 22 Thames St., New York 6, N. Y., U. S. A.

INDEX.

	PAGE
OPINIONS BELOW	1
JURISDICTION	2
QUESTIONS PRESENTED	2
STATEMENT	6
ARGUMENT	6
I. Section 77 Grants Power to the Commission to Consolidate the System Lines	7
II. There is no Conflict of Decision	10
CONCLUSION	11

CITATIONS.

PAGE

Cases:

Atlantic Coast Line R. Co. v. *St. Joe Paper Co.*, 179 F. 2d 538 (5 Cir. 1950) cert. denied, 339 U. S. 929 11

Callaway v. *Benton*, 336 U. S. 132 (1939) 11

Control of Gulf Coast Lines by Missouri Pacific R. R., 94 I. C. C. 191 (1924) 3

Control of International-Great Northern R. R., 90 I. C. C. 262 (1924) 3

In re Chicago, R. I. & P. Ry. Co., 168 F. 2d 587 (7 Cir. 1948) cert. denied *sub nom. State of Texas* v. *Brown*, 335 U. S. 855 11

In re Missouri Pacific Railroad Company, 93 F. Supp. 832 (E. D. Mo. 1950) affd. *sub nom. State of Texas, et al.* v. *Group of Institutional Investors etc.*, 191 F. 2d 265 (8 Cir. 1951) 1, 2

James B. Morris, et al. v. *Group of Institutional Investors, et al.*, 191 F. 2d 265 (8 Cir. 1951) cert. denied, ... U. S. ..... (October Term 1951, No. 415) 2

Missouri Pacific Railroad Company Reorganization, 275 I. C. C. 59, 203 (1949) 2

Missouri Pac. R. Co. Unification, 166 I. C. C. 154 (1930) modified, 175 I. C. C. 26 (1931) 4

State of Texas v. *Group of Institutional Investors etc.*, 191 F. 2d 265 (8 Cir. 1951) cert. denied, ... U. S. ..... (October Term 1951, No. 416) 6

PAGE

Statutes:

Bankruptcy Act (11 U. S. C. §205),

§77 ..... 2, 10

§77(a) 7

§77(b) 7

§77(e) 5

§77(f) 8

Transportation Act of 1940, §7 (54 Stat. 905), 49 U. S. C. §5 ..... 8, 10

Record references in this brief are as follows:

C. R. = Transcript of proceedings in Cause No. 14,256 and Causes Nos. 14,264-14,274 in the Court of Appeals for the 8th Circuit.

1951 R. = The printed record filed in said United States Court of Appeals in Causes Nos. 14,264-14,274.

Texas R. = The printed record filed in said Court of Appeals in Cause No. 14,256.

1946 R. = The record on appeal filed with said Court of Appeals in the appeals numbered 13,367-13,369, both inclusive, and 13,371-13,373, both inclusive.

1941 R. = The record on appeal filed with said Court of Appeals in the appeals numbered 12,130-12,136 inclusive.

D. R. = The Fourth Supplemental Report and Fifth Supplemental Report and Order of the Interstate Commerce Commission approving the plan of reorganization of Missouri Pacific Railroad Company and affiliated debtors.